

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
:
Debtors. : (Jointly Administered)
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ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007
DISALLOWING AND EXPUNGING (A) DUPLICATE OR AMENDED CLAIMS AND (B)
PROTECTIVE CLAIMS IDENTIFIED IN SIXTEENTH OMNIBUS CLAIMS OBJECTION

("SIXTEENTH OMNIBUS CLAIMS OBJECTION ORDER")

Upon the Sixteenth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims And (B) Protective Claims, dated June 15, 2007 (the "Sixteenth Omnibus Claims Objection"),¹ of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"); and upon the record of the hearing held on the Sixteenth Omnibus Claims Objection; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:²

A. Each holder of a claim (as such term is defined in 11 U.S.C. § 101(5)) (as to each, a "Claim") listed on Exhibits A and B attached hereto was properly and timely served

¹ Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Sixteenth Omnibus Claims Objection.

² Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

with a copy of the Sixteenth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, a copy of the Order Pursuant to 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), the proposed order granting the Sixteenth Omnibus Claims Objection, and the notice of the deadline for responding to the Sixteenth Omnibus Claims Objection. No other or further notice of the Sixteenth Omnibus Claims Objection is necessary.

B. This Court has jurisdiction over the Sixteenth Omnibus Claims Objection pursuant to 28 U.S.C. §§ 157 and 1334. The Sixteenth Omnibus Claims Objection is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of these cases and the Sixteenth Omnibus Claims Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409.

C. The Claims listed on Exhibit A³ hereto under the column heading "Claim To Be Expunged" are either duplicates of other Claims filed with this Court or have been amended or superseded by later-filed Claims.

D. The Claim listed on Exhibit B hereto was filed by a creditor to protect against future rejection damages that could arise if the Debtors ultimately reject an executory contract or unexpired lease pursuant to 11 U.S.C. § 365 (the "Protective Claim").

³ Certain of the addresses set forth on Exhibits A, B, C-1, and C-2 may appear in abbreviated form because of the format of the exhibits. The Debtors used the full and complete address for each claimant listed on these exhibits when they served each claimant with a copy of the Sixteenth Omnibus Claims Objection, a personalized Notice Of Objection To Claim, and a copy of the Claims Objection Procedures Order. The Debtors shall use the same full and complete address for each claimant listed on these exhibits when they serve a notice of entry of this order.

E. The relief requested in the Sixteenth Omnibus Claims Objection is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. Each "Claim To Be Expunged" listed on Exhibit A hereto is hereby disallowed and expunged in its entirety. Those Claims identified on Exhibit A as "Surviving Claims" shall remain on the Debtors' claims register, but shall remain subject to future objection by the Debtors and other parties-in-interest.

2. The Protective Claim listed on Exhibit B hereto is hereby disallowed and expunged in its entirety, subject to the right of the affected creditor set forth on Exhibit B under paragraph 8 of the Bar Date Order to assert a Claim for rejection damages in the event of a rejection of an executory contract or an unexpired lease by the Debtors.

3. With respect to each Claim for which a Response to the Sixteenth Omnibus Claims Objection has been filed and served, and which has not been resolved by the parties, all of which Claims are listed on Exhibits C-1 and C-2 hereto, the hearing regarding the objection to each such Claim is adjourned to a future hearing date to be noticed by the Debtors consistent with and subject to the Claims Objection Procedures Order; provided, however, that such adjournment shall be without prejudice to the Debtors' right to assert that any such Responses were untimely filed or otherwise deficient under the Claims Objection Procedures Order.

4. Entry of this order is without prejudice to the Debtors' right to object, on any grounds whatsoever, to any other claims in these chapter 11 cases, or to further object to Claims that are the subject of the Sixteenth Omnibus Claims Objection; provided, however, that

solely to the extent that (a) a claimant filed duplicative claims against different Debtors for the same asserted obligation (the "Multiple Debtor Duplicative Claims") and (b) certain of such claimant's Multiple Debtor Duplicative Claims are being disallowed and expunged hereby, if one of the Multiple Debtor Duplicative Claims was originally filed against the correct Debtor, the Debtors shall not seek to have the claimant's remaining Multiple Debtor Duplicative Claim (the "Remaining Claim") disallowed and expunged solely on the basis that such Remaining Claim is asserted against the incorrect Debtor. For the avoidance of doubt, except as expressly provided in the preceding sentence, the Remaining Claims shall remain subject to further objection on any grounds whatsoever, including, without limitation, that any such Remaining Claim is asserted against the incorrect Debtor if the claimant did not file a Multiple Debtor Duplicative Claim against the correct Debtor. Nothing contained herein shall restrict the Debtors from objecting to any Remaining Claim or restrict any holder of a Remaining Claim from seeking relief from this Court for the purposes of requesting that this Court modify the Remaining Claim to assert such Remaining Claim against a different Debtor.

5. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any Claim asserted against any of the Debtors.

6. This Court shall retain jurisdiction over the Debtors and the holders of Claims subject to the Sixteenth Omnibus Claims Objection to hear and determine all matters arising from the implementation of this order.

7. Each of the objections by the Debtors to each Claim addressed in the Sixteenth Omnibus Claims Objection and set forth on Exhibits A, B, C-1, and C-2 hereto constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This order shall be deemed a separate order with respect to each Claim that is the subject of the Sixteenth

Omnibus Claims Objection. Any stay of this order shall apply only to the contested matter which involves such Claim and shall not act to stay the applicability or finality of this order with respect to the other contested matters covered hereby.

8. Kurtzman Carson Consultants LLC is hereby directed to serve this order, including exhibits, in accordance with the Claims Objection Procedures Order.

9. The requirement under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York for the service and filing of a separate memorandum of law is deemed satisfied by the Sixteenth Omnibus Claims Objection.

Dated: New York, New York
July __, 2007

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A - DUPLICATE OR AMENDED CLAIMS

CLAIM TO BE EXPUNGED				SURVIVING CLAIM			
Claim Number:	11108	Debtor:	DELPHI CORPORATION (05-44481)	Claim Number:	12164	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	07/26/2006			Date Filed:	07/28/2006		
Creditor's Name and Address:		Secured:		Creditor's Name and Address:		Secured:	
DR BERND GOTTSCHALK		Priority	\$0.00	DR BERND GOTTSCHALK		Priority:	\$0.00
VDA ASSOC OF THE GERMAN AUTOMOBILE		Administrative:		VDA ASSOC OF THE GERMAN AUTOMOBILE		Administrative:	
WESTENDSTRASSE 61		Unsecured:	\$682,083.00	WESTENDSTRASSE 61		Unsecured:	\$682,083.00
FRANKFURT, 60325				FRANKFURT, 60325			
GERMANY		Total:	\$682,083.00	GERMANY		Total:	\$682,083.00
Claim Number:	16562	Debtor:	DELPHI CORPORATION (05-44481)	Claim Number:	5354	Debtor:	DELPHI MEDICAL SYSTEMS COLORADO CORPORATION (05-44507)
Date Filed:	03/05/2007			Date Filed:	05/08/2006		
Creditor's Name and Address:		Secured:		Creditor's Name and Address:		Secured:	
KENDALL PRINTING COMPANY		Priority		KENDALL PRINTING COMPANY		Priority:	
3331 W 29TH ST		Administrative:		3331 WEST 29TH ST		Administrative:	
GREELEY, CO 80634		Unsecured:	\$2,116.75	GREELEY, CO 80631		Unsecured:	\$2,180.25
		Total:	\$2,116.75			Total:	\$2,180.25
Claim Number:	11837	Debtor:	DELPHI CORPORATION (05-44481)	Claim Number:	16501	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	07/28/2006			Date Filed:	01/25/2007		
Creditor's Name and Address:		Secured:		Creditor's Name and Address:		Secured:	
STATE OF MARYLAND COMPTROLLER OF TREASURY		Priority	\$2,445.00	STATE OF MARYLAND COMPTROLLER OF THE TREASURY		Priority:	\$2,492.00
STATE OFFICE BLDG RM 409		Administrative:		RM 409 STATE OFFICE BLDG		Administrative:	
301 W PRESTON ST		Unsecured:		301 W PRESTON ST		Unsecured:	\$48.00
BALTIMORE, MD 21201		Total:	\$2,445.00	BALTIMORE, MD 21201		Total:	\$2,540.00
Claim Number:	1514	Debtor:	DELPHI CORPORATION (05-44481)	Claim Number:	16546	Debtor:	DELPHI CORPORATION (05-44481)
Date Filed:	01/11/2006			Date Filed:	02/20/2007		
Creditor's Name and Address:		Secured:		Creditor's Name and Address:		Secured:	
STATE OF NEW JERSEY		Priority		STATE OF NEW JERSEY		Priority:	
COMPLIANCE ACTIVITY		Administrative:	\$503,000.00	COMPLIANCE ACTIVITY		Administrative:	\$1,158,884.07
PO BOX 245		Unsecured:		PO BOX 245		Unsecured:	
TRENTON, NJ 08695		Total:	\$503,000.00	TRENTON, NJ 08695		Total:	\$1,158,884.07
Claim Number:	11288	Debtor:	DELPHI CONNECTION SYSTEMS (05-44624)	Claim Number:	8385	Debtor:	DELPHI CONNECTION SYSTEMS (05-44624)
Date Filed:	07/27/2006			Date Filed:	06/22/2006		
Creditor's Name and Address:		Secured:		Creditor's Name and Address:		Secured:	
WL GORE & ASSOCIATES GMBH		Priority		MARTIN BRAUN BOKMITTEL		Priority:	
WL GORE & ASSOCIATES INC		Administrative:		1200 ARLINGTON HEIGHTS RD STE 410		Administrative:	
551 PAPER MILL RD		Unsecured:	\$11,110.68	ITASCA, IL 60143		Unsecured:	\$8,823.08
NEWARK, DE 19711		Total:	\$11,110.68			Total:	\$8,823.08

EXHIBIT A - DUPLICATE OR AMENDED CLAIMS

CLAIM TO BE EXPUNGED	SURVIVING CLAIM
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Total Claims to be Expunged:	5
Total Asserted Amount to be Expunged:	\$1,200,755.43

EXHIBIT B - PROTECTIVE CLAIMS

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
HIGHLAND INDUSTRIES INC TUGGLE DUGGINS & MESCHAN PA PO BOX 2888 GREENSBORO, NC 27402	10963	Secured: Priority: Administrative: Unsecured: \$0.00 Total: \$0.00	07/26/2006	DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)
Total:		1		\$0.00

EXHIBIT C-1 - ADJOURNED DUPLICATE OR AMENDED CLAIMS

CLAIM TO BE EXPUNGED			SURVIVING CLAIM		
Claim Number: 16606	Debtor: DELPHI CORPORATION (05-44481)		Claim Number: 15805	Debtor: DELPHI CORPORATION (05-44481)	
Date Filed: 05/14/2007			Date Filed: 08/02/2006		
Creditor's Name and Address:	Secured: \$22,046.54		Creditor's Name and Address:	Secured: \$12,491.44	
1ST CHOICE HEATING & COOLING INC	Priority		1ST CHOICE HEATING & COOLING I	Priority:	
500 WOODWARD AVE STE 3500	Administrative:		8147 ISLANDVIEW DR	Administrative:	
DETROIT, MI 48226	Unsecured:		NEWAYGO, MI 49337	Unsecured:	
	Total: \$22,046.54			Total: \$12,491.44	
Claim Number: 16601	Debtor: DELPHI CORPORATION (05-44481)		Claim Number: 15805	Debtor: DELPHI CORPORATION (05-44481)	
Date Filed: 05/15/2007			Date Filed: 08/02/2006		
Creditor's Name and Address:	Secured: \$22,046.54		Creditor's Name and Address:	Secured: \$12,491.44	
1ST CHOICE HEATING & COOLING INC	Priority		1ST CHOICE HEATING & COOLING I	Priority:	
500 WOODWARD AVE STE 3500	Administrative:		8147 ISLANDVIEW DR	Administrative:	
DETROIT, MI 48226	Unsecured:		NEWAYGO, MI 49337	Unsecured:	
	Total: \$22,046.54			Total: \$12,491.44	
Claim Number: 10251	Debtor: DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)		Claim Number: 16416	Debtor: DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)	
Date Filed: 07/21/2006			Date Filed: 11/09/2006		
Creditor's Name and Address:	Secured:		Creditor's Name and Address:	Secured: \$42,198.43	
MOTION INDUSTRIES INC	Priority		MOTION INDUSTRIES INC	Priority:	
BARACK FERRAZZANO KIRSCHBAUM PERLMA	Administrative:		BARACK FERRAZZANO KIRSCHBAUM PERLMA	Administrative:	
333 W WACKER DR STE 2700	Unsecured: \$835,355.82		333 W WACKER DR STE 2700	Unsecured: \$835,355.82	
CHICAGO, IL 60606-1227	Total: \$835,355.82		CHICAGO, IL 60606-1227	Total: \$877,554.25	
Claim Number: 16499	Debtor: DELPHI CORPORATION (05-44481)		Claim Number: 14319	Debtor: DELPHI CORPORATION (05-44481)	
Date Filed: 01/23/2007			Date Filed: 07/31/2006		
Creditor's Name and Address:	Secured: \$732,657.37		Creditor's Name and Address:	Secured: \$551,667.27	
THE TIMKEN COMPANY	Priority \$1,803,986.64		US TIMKEN CO	Priority:	
1835 DUEBER AVE SW	Administrative:		1835 DUEBER AVE	Administrative:	\$1,803,986.64
PO BOX 6927	Unsecured: \$2,702,790.97		PO BOX 6927	Unsecured:	\$2,883,781.07
CANTON, OH 44706-0927	Total: \$5,239,434.98		CANTON, OH 44706-0927	Total: \$5,239,434.98	

Total Claims to be Expunged: 4
Total Asserted Amount to be Expunged: \$6,118,883.88

EXHIBIT C-2 - ADJOURNED PROTECTIVE CLAIMS

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
AMERICAN INTERNATIONAL GROUP AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1386	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS GLOBAL (HOLDING), INC (05-44636)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1387	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS HUMAN RESOURCES LLC (05-44639)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1376	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS RISK MANAGEMENT CORP (05-44570)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1382	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS (HOLDING), INC (05-44596)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1374	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI CORPORATION (05-44481)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1378	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS KOREA, INC (05-44580)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1383	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI DIESEL SYSTEMS CORP (05-44612)

EXHIBIT C-2 - ADJOURNED PROTECTIVE CLAIMS

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1379	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS THAILAND, INC (05-44586)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1380	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS INTERNATIONAL, INC (05-44589)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1385	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS SERVICES LLC (05-44632)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1381	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS OVERSEAS CORPORATION (05-44593)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1375	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	DELPHI AUTOMOTIVE SYSTEMS TENNESSEE, INC (05-44558)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1377	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	EXHAUST SYSTEMS CORPORATION (05-44573)
AMERICAN INTERNATIONAL GROUP INC AND ITS RELATED ENTITIES DAVID A LEVIN ESQ 70 PINE ST 31ST FL NEW YORK, NY 10270	1384	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	12/29/2005	PACKARD HUGHES INTERCONNECT COMPANY (05-44626)

EXHIBIT C-2 - ADJOURNED PROTECTIVE CLAIMS

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT	DATE FILED	DOCKETED DEBTOR
VISTEON CORPORATION ONE VILLAGE DRIVE VAN BUREN TOWNSHIP, MI 48111	1850	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	02/06/2006	DELPHI DIESEL SYSTEMS CORP (05-44612)
VISTEON CORPORATION ONE VILLAGE DRIVE VAN BUREN TOWNSHIP, MI 48111	1854	Secured: \$0.00 Priority: Administrative: Unsecured: _____ Total: \$0.00	02/06/2006	DELPHI AUTOMOTIVE SYSTEMS LLC (05-44640)

Total: 16 \$0.00